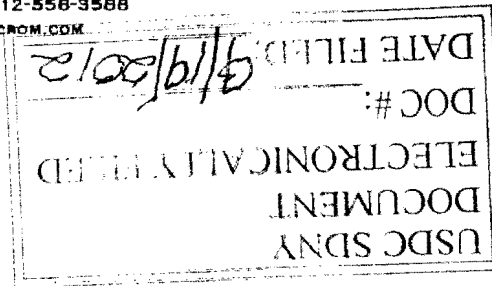


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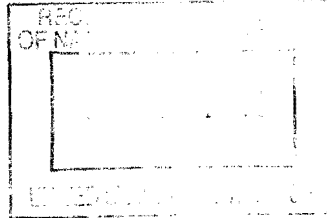
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September 17, 2012

By Facsimile

MEMO ENDORSED

Honorable Naomi Reice Buchwald,
United States District Judge,
Daniel Patrick Moynihan United States Courthouse,
500 Pearl Street,
New York, New York 10007.

Re: *In re: LIBOR-based Financial Instruments Antitrust Litigation,*
11-md-2262

Dear Judge Buchwald:

On behalf of Defendant Barclays Bank PLC ("Barclays"), we write to request that Barclays be permitted to file a reply brief in response to Plaintiffs' Oppositions to the Defendants' Motion to Dismiss.

On June 27, 2012, Barclays entered into settlement agreements with the U.S. Department of Justice, the U.S. Commodity Futures Trading Commission, and the U.K. Financial Services Authority (collectively, the "Settlements"). On June 29, 2012, Barclays filed a short brief in support of Barclays' Motion to Dismiss, incorporating by reference arguments presented in the Joint Defendants' Memoranda of Law in Support of Defendants' Motions to Dismiss. As the Court is aware, on August 2, 2012, Plaintiffs sought a pre-motion conference to address Plaintiffs' intention to move for leave to amend their complaints in light of the Settlements. The Court denied Plaintiffs' request to amend their complaints, but, as suggested by Defendants, allowed Plaintiffs to treat the Settlements as incorporated by reference in the Complaint for purposes of their oppositions to Defendants' motions to dismiss the claims stated in the Amended Complaints.

Plaintiffs accepted this invitation and have repeatedly referred to the Settlements throughout their opposition briefs, and have characterized, albeit incorrectly, both the Settlements as well as Barclays' conduct in attempting to sustain their claims. Unlike in the opening papers where Barclays filed a short and simple joinder, identifying

Honorable Naomi Reice Buchwald

MEMO ENDORSED

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those Defendants' joint arguments that Barclays was also joining, Barclays would like an independent opportunity to respond to Plaintiffs' numerous arguments specifically relating to Barclays. Unfortunately, the Court's July 16, 2012 letter to the parties in this action (sent well before Plaintiffs filed their opposition briefs) did not provide Barclays with any pages in which to reply.

Because Plaintiffs dedicate a significant portion of their opposition briefs to the Barclays' Settlements, Barclays respectfully requests the Court's permission to submit a reply brief on behalf of Barclays of no more than 20 pages in length, which would allow Barclays a fair and reasonable opportunity to respond to Plaintiffs' characterizations of the Settlements and how those Settlements bear on Plaintiffs' claims.

Barclays would be available to discuss this request with the Court at its convenience, to the extent the Court deems it necessary.

Respectfully submitted,

David H. Braff
David H. Braff

cc: Jonathan D. Schiller
Boies, Schiller & Flexner LLP

Counsel of Record
via e-mail

Applicant
granted.

Naomi
Reice

Endorsed,
USD
9/18/12